

ASSIGNMENT AND ASSUMPTION AGREEMENT, dated as of June 10, 1994, between ACF RAILCAR ACQUISITION CORPORATION, a Delaware corporation (the "Transferor"), and ACF INDUSTRIES, INCORPORATED, a New Jersey corporation (the "Transferee"). Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to them in the Asset Transfer Agreement (as defined below).

WHEREAS: the Transferee and the Transferor have entered into an Asset Transfer Agreement, dated as of the date hereof (the "Asset Transfer Agreement"), in connection with the sale of, among other things, the special purpose covered hopper and tank railcars described on Schedule 1 (the "Equipment"), subject to the Leases (as defined below), from the Transferor to the Transferee for consideration in the amount and on the terms and conditions provided in the Asset Transfer Agreement; and

WHEREAS: the parties now desire to carry out the intent and purpose of the Asset Transfer Agreement by, among other things, the parties' execution and delivery of this instrument evidencing the assignment by the Transferor of all of its rights, title and interest in and to the Leases (as defined below) to the extent they relate to the Equipment to the Transferee and the assumption by the Transferee of all of the Transferor's obligations under the Leases to the same extent.

NOW, THEREFORE, in consideration of the premises and of other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the parties hereby agree as follows:

1. For purposes of this Agreement, "Leases" means all current leases of any one or more railcars included in the Equipment and all other contracts for use of any one or more railcars included in the Equipment more specifically described on Schedule 1, including, without limitation, all extensions, renewals, supplements and modifications of any of the foregoing. If any of the Leases (including, without limitation, any master lease) shall include both Equipment and railcars not part of the Equipment, then such Leases shall be subject to this Agreement only to the extent they cover Equipment; and for purposes of this Agreement, the term Lease shall mean a lease (including without limitation, the provisions of any master lease) only insofar as such lease applies to Equipment subject to this Agreement.

2. Effective as of June 13, 1994, the Transferor hereby sells, transfers, assigns, conveys, grants and sets over to the Transferee, its successors and assigns forever, all of the Transferor's rights, title and interest as of such date in and to the Leases, as fully and entirely as the same would have been held and enjoyed by the Transferor as if this assignment had not been made.

3. Effective as of June 13, 1994, the Transferee accepts, assumes, takes over and succeeds to all of the Transferor's rights, title and interest as of such date in and to the Leases, and the Transferee hereby covenants and agrees to discharge, perform and

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INTERSTATE COMMERCE COMMISSION

comply with, and to be bound by, all the terms, conditions, provisions, obligations, covenants and duties of the Transferor under the Leases (but only to the extent it relates to the period from and after the date hereof), as if the Transferee were an original party thereto.

4. The Transferor hereby covenants and agrees that, at any time and from time to time after the date hereof, at the request and expense of the Transferee, the Transferor will promptly and duly execute and deliver, or cause to be executed and delivered, to the Transferee all such further instruments and take all such further action as may be reasonably requested by the Transferee to more effectively sell, transfer, assign, convey, grant and set over the Leases to the Transferee.

5. The Transferee hereby covenants and agrees that, at the request and expense of the Transferor, it will hereafter execute any further assumptions or instruments of transfer or conveyance as may be reasonably requested by the Transferor to assume the Leases or to release the Transferor and its affiliates from their obligations under or on account of the Leases so long as such release will not prejudice the Transferee's rights, title and interest in and to the Leases.

6. This instrument shall be binding upon the Transferee and the Transferor, their respective successors and assigns, for the use and purposes set forth and referred to herein, effective as of the date hereof.

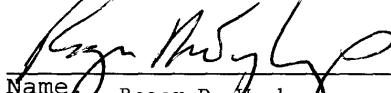
7. THIS AGREEMENT SHALL BE GOVERNED BY AND CONSTRUED IN ACCORDANCE WITH THE LAWS OF THE STATE OF NEW YORK.

IN WITNESS WHEREOF, the parties hereto have caused this Assignment and Assumption Agreement to be executed in Earth City, Missouri, by their duly authorized officers as of this 10th day of June, 1994.

ACF RAILCAR ACQUISITION CORPORATION

By: 
Name: Umesh Choksi
Title: President

ACF INDUSTRIES, INCORPORATED

By: 
Name: Roger D. Wynkoop
Title: Executive Vice President

SCHEDULE 1

DESCRIPTION OF EQUIPMENT

Each of the special purpose covered hopper and tank railcars with the reporting marks and road numbers and Association of American Railroads designation numbers set forth on Annex A hereto.

DESCRIPTION OF LEASES

Each of the user leases or lease schedules or riders with the contract rider number and the named lessee set forth in Annex B hereto insofar as it relates to the covered hopper and tank railcars with the car numbers set forth on Annex B hereto.

STATE OF MISSOURI)
)
COUNTY OF ST. LOUIS) ss.:

On this 10th day of June, 1994, before me, personally appeared Umesh Choksi to me personally known, who being by me duly sworn, says that he resides at St. Louis, Missouri and is President of ACF Railcar Acquisition Corporation, that said instrument was signed on behalf of said corporation on the date hereof by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nancy Collins
Notary Public

NANCY COLLINS
NOTARY PUBLIC - STATE OF MISSOURI
ST. CHARLES COUNTY
MY COMMISSION EXPIRES AUG. 2, 1996

STATE OF MISSOURI)
)
COUNTY OF ST. LOUIS) ss.:

On this 10th day of June, 1994, before me, personally appeared Roger D. Wynkoop to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is Executive Vice President of ACF Industries, Incorporated, that said instrument was signed on behalf of said corporation on the date hereof by authority of its Board of Directors; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Nancy Collins
Notary Public

NANCY COLLINS
NOTARY PUBLIC - STATE OF MISSOURI
ST. CHARLES COUNTY
MY COMMISSION EXPIRES AUG. 2, 1996

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ANNEX A

PAGE

1

ACFX 68937	ACFX 68938	ACFX 68939	ACFX 68940	ACFX 68941
ACFX 68942	ACFX 68943	ACFX 68944	ACFX 68945	ACFX 68946
ACFX 68947	ACFX 68948	ACFX 68949	ACFX 68950	ACFX 68951
ACFX 68952	ACFX 68953	ACFX 68954	ACFX 68955	ACFX 68956
ACFX 68957	ACFX 68958	ACFX 68959	ACFX 68960	ACFX 68961
ACFX 68962	ACFX 68963	ACFX 68964	ACFX 68965	ACFX 68966
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ACFX 94994	ACFX 94995	ACFX 94996	ACFX 94997	ACFX 94998
ACFX 94999	ACFX 95000	ACFX 95001	ACFX 95002	ACFX 95003
ACFX 95004	ACFX 95005	ACFX 95006	ACFX 95007	ACFX 95008
ACFX 95009				

TOTAL CARS 111

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ACFX	89631	ACFX	89636	ACFX	89637	ACFX	89639	ACFX	89651
ACFX	89652								

TOTAL CARS 556

ANNEX B

LESSEE CODE.	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF YEAR EFFECTIVE CAR BUILT	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0031	AMOCO OIL COMPANY	54900001	ACFX017577	T 1963	03/01/1990 02/28/1995	380.00	22,972	28,359
	AMOCO OIL COMPANY		ACFX017645	T 1963	03/01/1990 02/28/1995	380.00	22,972	28,359
	AMOCO OIL COMPANY		ACFX017774	T 1962	03/01/1990 02/28/1995	380.00	27,763	27,763
	AMOCO OIL COMPANY		ACFX017820	T 1962	03/01/1990 02/28/1995	380.00	24,436	24,436
	AMOCO OIL COMPANY		ACFX017824	T 1962	03/01/1990 02/28/1995	380.00	26,687	26,687
	AMOCO OIL COMPANY		ACFX017827	T 1962	03/01/1990 02/28/1995	380.00	21,693	21,693
	AMOCO OIL COMPANY		ACFX017836	T 1962	03/01/1990 02/28/1995	380.00	24,058	24,058
	AMOCO OIL COMPANY		ACFX017840	T 1962	03/01/1990 02/28/1995	380.00	25,893	25,893
	AMOCO OIL COMPANY		ACFX017843	T 1962	03/01/1990 02/28/1995	380.00	25,949	25,949
	AMOCO OIL COMPANY		ACFX017847	T 1962	03/01/1990 02/28/1995	380.00	24,692	24,692
	AMOCO OIL COMPANY		ACFX017850	T 1962	03/01/1990 02/28/1995	380.00	26,943	26,943
	AMOCO OIL COMPANY		ACFX017852	T 1962	03/01/1990 02/28/1995	380.00	23,912	23,912
	AMOCO OIL COMPANY		ACFX017854	T 1962	03/01/1990 02/28/1995	380.00	26,672	26,672
	AMOCO OIL COMPANY		ACFX017858	T 1962	03/01/1990 02/28/1995	380.00	24,298	24,298
	AMOCO OIL COMPANY		ACFX017861	T 1962	03/01/1990 02/28/1995	380.00	26,640	26,640
	AMOCO OIL COMPANY		ACFX017885	T 1962	03/01/1990 02/28/1995	380.00	22,614	22,614
0031	AMOCO OIL COMPANY	54900002	ACFX017875	T 1962	03/01/1988 02/28/1993	5,580.00	25,213	25,213
0031						5,580.00	428,794	17
0062	CLARK OIL & REFINING CORPORATION	3937	ACFX016992	T 1967	04/01/1994 03/31/1999	560.00	32,617	32,617
	CLARK OIL & REFINING CORPORATION		ACFX016994	T 1967	04/01/1994 03/31/1999	560.00	32,440	32,440
	CLARK OIL & REFINING CORPORATION		ACFX017088	T 1964	04/01/1994 03/31/1999	560.00	18,635	18,635
	CLARK OIL & REFINING CORPORATION		ACFX017194	T 1965	04/01/1994 03/31/1999	560.00	23,879	23,879
	CLARK OIL & REFINING CORPORATION		ACFX017197	T 1965	04/01/1994 03/31/1999	560.00	21,163	21,163
	CLARK OIL & REFINING CORPORATION		ACFX017260	T 1965	04/01/1994 03/31/1999	560.00	26,813	26,813
	CLARK OIL & REFINING CORPORATION		ACFX017366	T 1966	04/01/1994 03/31/1999	560.00	28,410	28,410
	CLARK OIL & REFINING CORPORATION		ACFX017368	T 1966	04/01/1994 03/31/1999	560.00	30,390	30,390
	CLARK OIL & REFINING CORPORATION		ACFX017370	T 1966	04/01/1994 03/31/1999	560.00	25,406	25,406
	CLARK OIL & REFINING CORPORATION		ACFX017371	T 1966	04/01/1994 03/31/1999	560.00	28,052	28,052
	CLARK OIL & REFINING CORPORATION		ACFX017375	T 1966	04/01/1994 03/31/1999	560.00	31,991	31,991
	CLARK OIL & REFINING CORPORATION		ACFX017685	T 1965	04/01/1994 03/31/1999	560.00	23,061	23,061
	CLARK OIL & REFINING CORPORATION		ACFX017696	T 1966	04/01/1994 03/31/1999	560.00	25,382	25,382
	CLARK OIL & REFINING CORPORATION		ACFX017710	T 1966	04/01/1994 03/31/1999	560.00	23,216	23,216
	CLARK OIL & REFINING CORPORATION		ACFX018580	T 1967	04/01/1994 03/31/1999	560.00	29,315	29,315
	CLARK OIL & REFINING CORPORATION		ACFX018582	T 1967	04/01/1994 03/31/1999	560.00	29,462	29,462
	CLARK OIL & REFINING CORPORATION		ACFX018994	T 1969	04/01/1994 03/31/1999	560.00	35,433	35,433
	CLARK OIL & REFINING CORPORATION		ACFX019591	T 1970	04/01/1994 03/31/1999	560.00	32,005	32,005
0062	CLARK OIL & REFINING CORPORATION	4262	ACFX017354	T 1966	03/01/1990 02/28/1995	400.00	30,007	30,007
	CLARK OIL & REFINING CORPORATION		ACFX018810	T 1968	03/01/1990 02/28/1995	400.00	35,170	35,170
	CLARK OIL & REFINING CORPORATION		ACFX018823	T 1968	03/01/1990 02/28/1995	400.00	32,788	32,788
	CLARK OIL & REFINING CORPORATION		ACFX018827	T 1968	03/01/1990 02/28/1995	400.00	29,135	29,135
	CLARK OIL & REFINING CORPORATION		ACFX018983	T 1968	03/01/1990 02/28/1995	400.00	29,291	29,291
	CLARK OIL & REFINING CORPORATION		ACFX019904	T 1967	03/01/1990 02/28/1995	400.00	26,614	26,614
	CLARK OIL & REFINING CORPORATION		ACFX019907	T 1967	03/01/1990 02/28/1995	400.00	29,146	29,146
	CLARK OIL & REFINING CORPORATION		ACFX019911	T 1967	03/01/1990 02/28/1995	400.00	28,002	28,002
	CLARK OIL & REFINING CORPORATION		ACFX019913	T 1967	03/01/1990 02/28/1995	400.00	27,579	27,579
	CLARK OIL & REFINING CORPORATION		ACFX019917	T 1967	03/01/1990 02/28/1995	400.00	28,019	28,019
	CLARK OIL & REFINING CORPORATION		ACFX019946	T 1967	03/01/1990 02/28/1995	400.00	25,498	25,498
0062	CLARK OIL & REFINING CORPORATION					400.00	817,919	29

ANNEX-B

LESSOR CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR BUILT	LEASE YEAR EFFECTIVE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0091	CHEMICAL PRODUCTS CORPORATION	58100031	ACFX042033	H	1966	11/01/1992	10/31/1997	350.00	4,974
0091	CHEMICAL PRODUCTS CORPORATION	5810003	ACFX063479	H	1967	11/01/1992	11/30/1995	350.00	5,288
	CHEMICAL PRODUCTS CORPORATION		ACFX063526	H	1967	11/01/1992	11/30/1995	350.00	5,703
	CHEMICAL PRODUCTS CORPORATION		ACFX063694	H	1968	11/01/1992	11/30/1995	350.00	5,559
	CHEMICAL PRODUCTS CORPORATION		ACFX063697	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX063700	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX063701	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX063703	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX063707	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX063718	H	1968	11/01/1992	11/30/1995	350.00	5,459
	CHEMICAL PRODUCTS CORPORATION		ACFX064301	H	1971	11/01/1992	11/30/1995	350.00	11,380
0091	CHEMICAL PRODUCTS CORPORATION	58100035	ACFX064309	H	1971	11/01/1992	11/30/1995	350.00	11,554
	CHEMICAL PRODUCTS CORPORATION		ACFX062235	H	1965	11/01/1992	04/30/1994	320.00	11,554
	CHEMICAL PRODUCTS CORPORATION		ACFX064275	H	1971	11/01/1992	04/30/1994	320.00	11,554
0091	CHEMICAL PRODUCTS CORPORATION	58100036	ACFX06674	H	1963	03/01/1993	02/28/1998	350.00	186
	CHEMICAL PRODUCTS CORPORATION		ACFX06675	H	1963	03/01/1993	02/28/1998	350.00	183
	CHEMICAL PRODUCTS CORPORATION		ACFX061791	H	1965	03/01/1993	02/28/1998	350.00	5,157
0091	CHEMICAL PRODUCTS CORPORATION	58100037	ACFX064320	H	1971	03/01/1993	02/28/1998	350.00	10,708
	CHEMICAL PRODUCTS CORPORATION		ACFX083047	H	1969	11/01/1992	04/30/1995	400.00	22,038
	CHEMICAL PRODUCTS CORPORATION		ACFX083048	H	1969	11/01/1992	04/30/1995	400.00	22,761
0091	CHEMICAL PRODUCTS CORPORATION	58100038	ACFX012504	I	1963	11/01/1992	06/30/1995	360.00	11,762
	CHEMICAL PRODUCTS CORPORATION		ACFX012504	I	1968	11/01/1992	06/30/1995	360.00	20,445
	CHEMICAL PRODUCTS CORPORATION		ACFX088479	I	1970	11/01/1992	06/30/1995	360.00	22,943
	CHEMICAL PRODUCTS CORPORATION		ACFX089394	I	1970	11/01/1992	06/30/1995	360.00	22,943
0091	CHEMICAL PRODUCTS CORPORATION	58100039	ACFX089395	I	1970	11/01/1992	02/29/1996	400.00	23,444
	CHEMICAL PRODUCTS CORPORATION		ACFX089397	I	1970	11/01/1992	02/29/1996	400.00	21,773
	CHEMICAL PRODUCTS CORPORATION		ACFX062988	I	1967	07/01/1993	06/30/1998	350.00	5,348
0091	CHEMICAL PRODUCTS CORPORATION	58100040	ACFX064189	H	1970	07/01/1993	06/30/1998	350.00	8,946
	CHEMICAL PRODUCTS CORPORATION		ACFX064189	H	1971	07/01/1993	06/30/1998	350.00	11,097
	CHEMICAL PRODUCTS CORPORATION		ACFX064215	H	1973	07/01/1993	06/30/1998	350.00	12,033
0091	CHEMICAL PRODUCTS CORPORATION	58100043	ACFX051929	H	1966	11/01/1993	10/31/1998	350.00	5,535
	CHEMICAL PRODUCTS CORPORATION		ACFX054267	H	1971	11/01/1993	10/31/1998	350.00	11,380
	CHEMICAL PRODUCTS CORPORATION		ACFX054273	H	1971	11/01/1993	10/31/1998	350.00	11,554
	CHEMICAL PRODUCTS CORPORATION		ACFX064279	H	1971	11/01/1993	10/31/1998	350.00	11,627
	CHEMICAL PRODUCTS CORPORATION		ACFX064284	H	1971	11/01/1993	10/31/1998	350.00	11,554
	CHEMICAL PRODUCTS CORPORATION		ACFX064294	H	1971	11/01/1993	10/31/1998	350.00	11,390
0091	CHEMICAL PRODUCTS CORPORATION	58100044	ACFX063729	H	1969	11/01/1992	04/30/1996	310.00	5,532
	CHEMICAL PRODUCTS CORPORATION		ACFX064166	H	1970	11/01/1992	09/30/1996	310.00	10,414
	CHEMICAL PRODUCTS CORPORATION		ACFX064171	H	1970	11/01/1992	09/30/1996	310.00	11,799
0091	CHEMICAL PRODUCTS CORPORATION	58100045	ACFX064321	H	1971	11/01/1992	09/30/1996	310.00	13,207
	CHEMICAL PRODUCTS CORPORATION		ACFX064252	H	1966	11/01/1992	08/31/1994	335.00	5,606
	CHEMICAL PRODUCTS CORPORATION		ACFX084531	I	1973	11/01/1992	04/30/1996	400.00	22,037
	CHEMICAL PRODUCTS CORPORATION		ACFX086683	I	1973	11/01/1992	04/30/1996	400.00	22,800
	CHEMICAL PRODUCTS CORPORATION		ACFX086687	I	1973	11/01/1992	04/30/1996	400.00	22,825
0091	CHEMICAL PRODUCTS CORPORATION	58100047	ACFX068707	H	1964	11/01/1992	05/31/1997	350.00	10,009
	CHEMICAL PRODUCTS CORPORATION		ACFX063838	H	1969	11/01/1992	05/31/1997	350.00	7,675
	CHEMICAL PRODUCTS CORPORATION		ACFX063842	H	1969	11/01/1992	05/31/1997	350.00	8,024
0091	CHEMICAL PRODUCTS CORPORATION	58100049	ACFX062563	H	1967	11/01/1992	06/30/1995	350.00	7,159
	CHEMICAL PRODUCTS CORPORATION		ACFX062637	H	1967	11/01/1992	06/30/1995	350.00	5,953
	CHEMICAL PRODUCTS CORPORATION		ACFX062637	H	1967	11/01/1992	06/30/1995	350.00	5,348

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR BUILT	LEASE YEAR EFFECTIVE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0091	CHEMICAL PRODUCTS CORPORATION	58100013	ACFX062686 ACFX062785	H H	1967 1967	11/01/1992 11/01/1992	06/30/1995 05/30/1995	350.00 350.00	5,348 5,348
0091	CHEMICAL PRODUCTS CORPORATION	58100019	ACFX062619 ACFX062641 ACFX062675	H H H	1967 1967 1967	11/01/1992 11/01/1992 11/01/1992	10/31/1997 10/31/1997 10/31/1997	350.00 350.00 350.00	5,348 5,629 5,348
0091	CHEMICAL PRODUCTS CORPORATION	58100020	ACFX062552 ACFX062778 ACFX087372	H H T	1967 1967 1974	01/01/1993 01/01/1993 02/01/1993	12/31/1995 12/31/1995 01/31/1998	360.00 360.00 400.00	5,348 5,348 29,411
0091	CHEMICAL PRODUCTS CORPORATION	58100022	ACFX087373 ACFX087379 ACFX087394	T T T	1974 1974 1974	02/01/1993 02/01/1993 02/01/1993	01/31/1998 01/31/1998 01/31/1998	400.00 400.00 400.00	29,488 30,030 29,527
0091	CHEMICAL PRODUCTS CORPORATION	58100024	ACFX063733 ACFX063914 ACFX064129	H H H	1969 1969 1970	11/01/1993 11/01/1993 11/01/1993	10/31/1998 10/31/1998 11/01/1998	350.00 350.00 350.00	5,532 7,025 7,895
0091	CHEMICAL PRODUCTS CORPORATION	ACFX064153	H	1970	11/01/1993	10/31/1998	22,765.00	7,849	64
0100	CIBA-GEIGY CORPORATION	2933	ACFX080381 ACFX080383 ACFX080385	T T T	1973 1973 1973	07/01/1992 07/01/1992 07/01/1992	06/30/1998 06/30/1998 06/30/1998	540.00 540.00 540.00	34,774 33,836 34,056
0100	CIBA-GEIGY CORPORATION	ACFX080386	T	1973	07/01/1992	06/30/1998	540.00	34,548	
0100	CIBA-GEIGY CORPORATION	ACFX080389	T	1973	07/01/1992	06/30/1998	540.00	34,601	
0100	CIBA-GEIGY CORPORATION	ACFX080390	T	1973	07/01/1992	06/30/1998	540.00	34,552	
0100	CIBA-GEIGY CORPORATION	ACFX080392	T	1973	07/01/1992	06/30/1998	540.00	35,091	
0100	CIBA-GEIGY CORPORATION	ACFX080393	T	1973	07/01/1992	06/30/1998	540.00	34,263	
0100	CIBA-GEIGY CORPORATION	ACFX080394	T	1973	07/01/1992	06/30/1998	540.00	34,606	
0100	CIBA-GEIGY CORPORATION	ACFX080395	T	1973	07/01/1992	06/30/1998	540.00	34,551	
0100	CIBA-GEIGY CORPORATION	ACFX080396	T	1973	07/01/1992	06/30/1998	540.00	34,243	
0100	CIBA-GEIGY CORPORATION	ACFX080397	T	1973	07/01/1992	05/30/1998	540.00	34,116	
0100	CIBA-GEIGY CORPORATION	ACFX080399	T	1973	07/01/1992	06/30/1998	540.00	34,187	
0100	CIBA-GEIGY CORPORATION	ACFX080400	T	1973	07/01/1992	06/30/1998	540.00	35,054	
0100	CIBA-GEIGY CORPORATION	ACFX080401	T	1973	07/01/1992	06/30/1998	540.00	34,779	
0100	CIBA-GEIGY CORPORATION	ACFX080403	T	1973	07/01/1992	06/30/1998	540.00	35,623	
0100	CIBA-GEIGY CORPORATION	ACFX080404	T	1973	07/01/1992	06/30/1998	540.00	35,585	
0100	CIBA-GEIGY CORPORATION	ACFX080406	T	1973	07/01/1992	06/30/1998	540.00	34,223	
0100	CIBA-GEIGY CORPORATION	ACFX015156	T	1967	07/01/1993	04/30/1996	595.00	31,577	
0100	CIBA-GEIGY CORPORATION	ACFX088052	T	1966	12/01/1992	11/30/1995	315.00	11,861	
0100	CIBA-GEIGY CORPORATION	ACFX088117	T	1966	12/01/1992	11/30/1995	315.00	11,843	
0100	CIBA-GEIGY CORPORATION	ACFX016155	T	1967	10/01/1993	09/30/1996	595.00	26,452	
0100	CIBA-GEIGY CORPORATION	ACFX016168	T	1967	10/01/1993	09/30/1996	595.00	32,527	
0100	CIBA-GEIGY CORPORATION	ACFX098347	T	1967	10/01/1993	09/30/1996	595.00	32,845	
0117	CONTINENTAL GRAIN COMPANY	5037	ACFX046529	H	1966	12/01/1990	11/30/1995	370.00	7,194
0100	CONTINENTAL GRAIN COMPANY	ACFX046530	H	1966	12/01/1990	11/30/1995	370.00	7,186	
0100	CONTINENTAL GRAIN COMPANY	ACFX046531	H	1966	12/01/1990	11/30/1995	370.00	7,116	
0100	CONTINENTAL GRAIN COMPANY	ACFX046532	H	1966	12/01/1990	11/30/1995	370.00	7,545	
0100	CONTINENTAL GRAIN COMPANY	ACFX046533	H	1966	12/01/1990	11/30/1995	370.00	7,478	
0100	CONTINENTAL GRAIN COMPANY	ACFX046534	H	1966	12/01/1990	11/30/1995	370.00	7,186	

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LESSOR CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR BUILT	YEAR EFFECTIVE DATE	LEASE EXPIRATION DATE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0117	CONTINENTAL GRAIN COMPANY	6087	ACFX046535 ACFX046536	H H	1966 1966	12/01/1990 12/01/1990	11/30/1995 11/30/1995	370.00 370.00	7,130 7,186	
CONTINENTAL GRAIN COMPANY			ACFX046538	H	1966	12/01/1990	11/30/1995	370.00	7,126	
CONTINENTAL GRAIN COMPANY			ACFX046539	H	1966	12/01/1990	11/30/1995	370.00	6,065	
CONTINENTAL GRAIN COMPANY			ACFX046542	H	1966	12/01/1990	11/30/1995	370.00	6,065	
CONTINENTAL GRAIN COMPANY			ACFX046545	H	1966	12/01/1990	11/30/1995	370.00	7,119	
CONTINENTAL GRAIN COMPANY			ACFX046546	H	1966	12/01/1990	11/30/1995	370.00	7,038	
CONTINENTAL GRAIN COMPANY			ACFX046549	H	1966	12/01/1990	11/30/1995	370.00	6,063	
CONTINENTAL GRAIN COMPANY			ACFX046550	H	1966	12/01/1990	11/30/1995	370.00	8,328	
CONTINENTAL GRAIN COMPANY			ACFX046551	H	1966	12/01/1990	11/30/1995	370.00	6,017	
CONTINENTAL GRAIN COMPANY			ACFX046552	H	1966	12/01/1990	11/30/1995	370.00	8,208	
CONTINENTAL GRAIN COMPANY			ACFX046553	H	1966	12/01/1990	11/30/1995	370.00	7,163	
CONTINENTAL GRAIN COMPANY			ACFX046554	H	1966	12/01/1990	11/30/1995	370.00	7,041	
CONTINENTAL GRAIN COMPANY			ACFX046555	H	1966	12/01/1990	11/30/1995	370.00	7,065	
CONTINENTAL GRAIN COMPANY			ACFX046556	H	1966	12/01/1990	11/30/1995	370.00	7,186	
CONTINENTAL GRAIN COMPANY			ACFX046558	H	1966	12/01/1990	11/30/1995	370.00	6,992	
CONTINENTAL GRAIN COMPANY			ACFX046559	H	1966	12/01/1990	11/30/1995	370.00	6,063	
CONTINENTAL GRAIN COMPANY			ACFX046560	H	1966	12/01/1990	11/30/1995	370.00	8,311	
CONTINENTAL GRAIN COMPANY			ACFX046562	H	1966	12/01/1990	11/30/1995	370.00	7,186	
CONTINENTAL GRAIN COMPANY			ACFX046564	H	1966	12/01/1990	11/30/1995	370.00	7,176	
CONTINENTAL GRAIN COMPANY			ACFX046565	H	1966	12/01/1990	11/30/1995	370.00	7,703	
CONTINENTAL GRAIN COMPANY			ACFX046566	H	1966	12/01/1990	11/30/1995	370.00	6,063	
CONTINENTAL GRAIN COMPANY			ACFX046568	H	1966	12/01/1990	11/30/1995	370.00		
CONTINENTAL GRAIN COMPANY			ACFX046596	H	1966	12/01/1990	11/30/1995	370.00	5,931	
CONTINENTAL GRAIN COMPANY			ACFX046597	H	1966	12/01/1990	11/30/1995	370.00	6,026	
CONTINENTAL GRAIN COMPANY			ACFX046599	H	1966	12/01/1990	11/30/1995	370.00	5,996	
CONTINENTAL GRAIN COMPANY			ACFX046600	H	1966	12/01/1990	11/30/1995	370.00	6,059	
CONTINENTAL GRAIN COMPANY			ACFX046601	H	1966	12/01/1990	11/30/1995	370.00	6,066	
CONTINENTAL GRAIN COMPANY			ACFX046602	H	1966	12/01/1990	11/30/1995	370.00	7,193	
CONTINENTAL GRAIN COMPANY			ACFX046603	H	1966	12/01/1990	11/30/1995	370.00	5,005	
CONTINENTAL GRAIN COMPANY			ACFX046604	H	1966	12/01/1990	11/30/1995	370.00	5,005	
CONTINENTAL GRAIN COMPANY			ACFX046605	H	1966	12/01/1990	11/30/1995	370.00	5,054	
CONTINENTAL GRAIN COMPANY			ACFX046607	H	1966	12/01/1990	11/30/1995	370.00	6,054	
CONTINENTAL GRAIN COMPANY			ACFX046608	H	1966	12/01/1990	11/30/1995	370.00	5,974	
CONTINENTAL GRAIN COMPANY			ACFX046609	H	1966	12/01/1990	11/30/1995	370.00	6,016	
CONTINENTAL GRAIN COMPANY			ACFX046610	H	1966	12/01/1990	11/30/1995	370.00	6,038	
CONTINENTAL GRAIN COMPANY			ACFX046612	H	1966	12/01/1990	11/30/1995	370.00	5,990	
CONTINENTAL GRAIN COMPANY			ACFX046614	H	1966	12/01/1990	11/30/1995	370.00	5,066	
CONTINENTAL GRAIN COMPANY			ACFX046615	H	1966	12/01/1990	11/30/1995	370.00	6,012	
CONTINENTAL GRAIN COMPANY			ACFX046616	H	1966	12/01/1990	11/30/1995	370.00	5,052	
CONTINENTAL GRAIN COMPANY			ACFX046617	H	1966	12/01/1990	11/30/1995	370.00	6,061	
CONTINENTAL GRAIN COMPANY			ACFX046618	H	1966	12/01/1990	11/30/1995	370.00	5,063	
CONTINENTAL GRAIN COMPANY			ACFX046619	H	1966	12/01/1990	11/30/1995	370.00	5,063	
CONTINENTAL GRAIN COMPANY			ACFX046620	H	1966	12/01/1990	11/30/1995	370.00	5,063	
CONTINENTAL GRAIN COMPANY			ACFX046622	H	1966	12/01/1990	11/30/1995	370.00	6,006	
CONTINENTAL GRAIN COMPANY			ACFX046623	H	1966	12/01/1990	11/30/1995	370.00	6,061	
CONTINENTAL GRAIN COMPANY			ACFX046624	H	1966	12/01/1990	11/30/1995	370.00	7,085	
CONTINENTAL GRAIN COMPANY			ACFX046625	H	1966	12/01/1990	11/30/1995	370.00	6,064	
CONTINENTAL GRAIN COMPANY			ACFX046626	H	1965	12/01/1990	11/30/1995	370.00	6,031	

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LESEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR	YEAR EFFECTIVE	LEASE DATE	LEASE EXPIRATION	RENTAL	AAR VALUE	TOTAL CARS
0117	CONTINENTAL GRAIN COMPANY CONTINENTAL GRAIN COMPANY	6087	ACFX046627 ACFX046629	H H	1965 1966	12/01/1990 12/01/1990	11/30/1995 11/30/1995	370.00 370.00	5,994 7,084	
	CONTINENTAL GRAIN COMPANY CONTINENTAL GRAIN COMPANY		ACFX046630 ACFX046631 ACFX046632	H H H	1966 1966 1966	12/01/1990 12/01/1990 12/01/1990	11/30/1995 11/30/1995 11/30/1995	370.00 370.00 370.00	8,091 5,983 6,290	
	CONTINENTAL GRAIN COMPANY CONTINENTAL GRAIN COMPANY		ACFX046634 ACFX046635	H H	1966 1966	12/01/1990 12/01/1990	11/30/1995 11/30/1995	370.00 370.00	6,065 6,050	
0117	CONTINENTAL GRAIN COMPANY							22,340.00	411,881	52
0121	KOPPERS INDUSTRIES, INC. KOPPERS INDUSTRIES, INC.	1651	ACFX012511 ACFX012515	T T	1960 1960	04/01/1989 04/01/1989	03/31/1994 03/31/1994	395.00 395.00	11,990 11,149	
0121	KOPPERS INDUSTRIES, INC. KOPPERS INDUSTRIES, INC.	1921	ACFX087743 ACFX087744	T T	1975 1975	02/01/1992 02/01/1992	01/31/1995 01/31/1995	615.00 615.00	49,575 50,415	
	KOPPERS INDUSTRIES, INC.		ACFX087745	T	1975	02/01/1992	01/31/1995	615.00	50,019	
	KOPPERS INDUSTRIES, INC.		ACFX087746	T	1975	02/01/1992	01/31/1995	615.00	50,311	
	KOPPERS INDUSTRIES, INC.		ACFX087747	T	1975	02/01/1992	01/31/1995	615.00	49,575	
	KOPPERS INDUSTRIES, INC.		ACFX087748	T	1975	02/01/1992	01/31/1995	615.00	50,365	
0121	KOPPERS INDUSTRIES, INC.		ACFX087749	T	1975	02/01/1992	01/31/1995	615.00	50,463	
0121	KOPPERS INDUSTRIES, INC. KOPPERS INDUSTRIES, INC.	3494	ACFX088670 ACFX088676	T T	1969 1968	02/01/1992 02/01/1992	01/31/1995 01/31/1995	660.00 660.00	20,653 18,399	
	KOPPERS INDUSTRIES, INC.		ACFX088670	T	1969	02/01/1992	01/31/1995	660.00	18,399	
	KOPPERS INDUSTRIES, INC.		ACFX088676	T	1968	02/01/1992	01/31/1995	660.00	18,829	
	KOPPERS INDUSTRIES, INC.		ACFX088786	T	1968	02/01/1992	01/31/1995	660.00	19,784	
	KOPPERS INDUSTRIES, INC.		ACFX088787	T	1968	02/01/1992	01/31/1995	660.00	18,901	
	KOPPERS INDUSTRIES, INC.		ACFX088789	T	1968	02/01/1992	01/31/1995	660.00	19,571	
	KOPPERS INDUSTRIES, INC.		ACFX088790	T	1968	02/01/1992	01/31/1995	660.00	19,944	
	KOPPERS INDUSTRIES, INC.		ACFX088791	T	1968	02/01/1992	01/31/1995	660.00	19,854	
	KOPPERS INDUSTRIES, INC.		ACFX088792	T	1968	02/01/1992	01/31/1995	660.00	19,059	
	KOPPERS INDUSTRIES, INC.		ACFX088793	T	1968	02/01/1992	01/31/1995	660.00	19,022	
	KOPPERS INDUSTRIES, INC.		ACFX088794	T	1968	02/01/1992	01/31/1995	660.00	19,827	
	KOPPERS INDUSTRIES, INC.		ACFX088794	T	1968	02/01/1992	01/31/1995	660.00	20,353	
	KOPPERS INDUSTRIES, INC.		ACFX088942	T	1968	02/01/1992	01/31/1995	660.00	19,799	
	KOPPERS INDUSTRIES, INC.		ACFX088943	T	1968	02/01/1992	01/31/1995	660.00	20,278	
	KOPPERS INDUSTRIES, INC.		ACFX088945	T	1968	02/01/1992	01/31/1995	660.00	23,364	
	KOPPERS INDUSTRIES, INC.		ACFX088946	T	1968	02/01/1992	01/31/1995	660.00	20,577	
	KOPPERS INDUSTRIES, INC.		ACFX088947	T	1968	02/01/1992	01/31/1995	660.00	19,736	
	KOPPERS INDUSTRIES, INC.		ACFX088948	T	1968	02/01/1992	01/31/1995	660.00		
	KOPPERS INDUSTRIES, INC.		ACFX088949	T	1968	02/01/1992	01/31/1995	660.00	20,006	
	KOPPERS INDUSTRIES, INC.		ACFX088950	T	1968	02/01/1992	01/31/1995	660.00	22,279	
	KOPPERS INDUSTRIES, INC.		ACFX088951	T	1968	02/01/1992	01/31/1995	660.00	23,282	
0121	KOPPERS INDUSTRIES, INC.	3514	ACFX089033	T	1968	02/01/1992	01/31/1995	660.00	20,037	
	KOPPERS INDUSTRIES, INC.		ACFX089035	T	1968	02/01/1992	01/31/1995	660.00	23,089	
	KOPPERS INDUSTRIES, INC.		ACFX088968	T	1968	03/01/1993	02/28/1998	630.00	22,106	
	KOPPERS INDUSTRIES, INC.		ACFX088969	T	1968	03/01/1993	02/28/1998	630.00	21,146	
	KOPPERS INDUSTRIES, INC.		ACFX088671	T	1968	03/01/1993	02/28/1998	630.00	21,678	
	KOPPERS INDUSTRIES, INC.		ACFX088672	T	1968	03/01/1993	02/28/1998	630.00	22,070	
	KOPPERS INDUSTRIES, INC.		ACFX088674	T	1968	03/01/1993	02/28/1998	630.00	22,230	
	KOPPERS INDUSTRIES, INC.		ACFX088675	T	1968	03/01/1993	02/28/1998	630.00	21,732	
	KOPPERS INDUSTRIES, INC.		ACFX088677	T	1968	03/01/1993	02/28/1998	630.00	21,485	
	KOPPERS INDUSTRIES, INC.		ACFX088678	T	1968	03/01/1993	02/28/1998	630.00	21,374	
	KOPPERS INDUSTRIES, INC.		ACFX088681	T	1968	03/01/1993	02/28/1998	630.00	21,901	

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	CAR BUILT	TYPE OF YEAR EFFECTIVE	LEASE LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
								DATE	
0121	KOPPERS INDUSTRIES, INC.	3514	ACFX088947	T	1968	03/01/1993 02/28/1998	430.00	22,083	
0121	KOPPERS INDUSTRIES, INC.	3627	ACFX087830	T	1975	07/01/1993 06/30/1998	435.00	33,046	
	KOPPERS INDUSTRIES, INC.		ACFX086833	T	1968	07/01/1993 06/30/1998	435.00	18,860	
	KOPPERS INDUSTRIES, INC.		ACFX08886	T	1968	07/01/1993 06/30/1998	435.00	20,402	
	KOPPERS INDUSTRIES, INC.		ACFX08867	T	1968	07/01/1993 06/30/1998	435.00	18,860	
	KOPPERS INDUSTRIES, INC.		ACFX08889	T	1968	07/01/1993 06/30/1998	435.00	21,873	
	KOPPERS INDUSTRIES, INC.		ACFX08869	T	1968	07/01/1993 06/30/1998	435.00	19,399	
	KOPPERS INDUSTRIES, INC.		ACFX08891	T	1968	07/01/1993 06/30/1998	435.00	18,856	
	KOPPERS INDUSTRIES, INC.		ACFX08894	T	1968	07/01/1993 06/30/1998	435.00	20,771	
	KOPPERS INDUSTRIES, INC.		ACFX08929	T	1968	07/01/1993 06/30/1998	435.00	22,889	
	KOPPERS INDUSTRIES, INC.		ACFX012065	T	1962	12/01/1990 11/30/1995	375.00	11,871	
	KOPPERS INDUSTRIES, INC.		ACFX082521	T	1957	12/01/1990 11/30/1995	375.00	15,260	
	KOPPERS INDUSTRIES, INC.		ACFX082526	T	1967	12/01/1990 11/30/1995	375.00	15,766	
	KOPPERS INDUSTRIES, INC.		ACFX082528	T	1967	12/01/1990 11/30/1995	375.00	15,744	
0121	KOPPERS INDUSTRIES, INC.	7650	ACFX082156	T	1968	12/01/1990 11/30/1995	375.00	19,145	
0121	KOPPERS INDUSTRIES, INC.	7650	ACFX081224	T	1964	08/01/1990 07/31/1995	375.00	12,867	
0121	KOPPERS INDUSTRIES, INC.	7650	ACFX081225	T	1964	08/01/1990 07/31/1995	375.00	10,363	
0121	KOPPERS INDUSTRIES, INC.	7650	ACFX081229	T	1964	08/01/1990 07/31/1995	375.00	10,852	
0121	KOPPERS INDUSTRIES, INC.	7650	ACFX081231	T	1964	08/01/1990 07/31/1995	375.00	11,501	
0121	KOPPERS INDUSTRIES, INC.	7650					25,805.00	1,353,235	59
0177	ETHYL PETROLEUM ADDITIVES, INC.	1250	ACFX016177	T	1966	02/01/1990 01/31/1995	235.00	10,501	
0177	ETHYL PETROLEUM ADDITIVES, INC.	3295	ACFX08046	T	1969	10/01/1990 09/30/1994	395.00	23,060	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX08881	T	1971	10/01/1990 09/30/1994	395.00	26,640	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX08454	T	1973	10/01/1990 09/30/1994	395.00	25,785	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX08297	T	1974	10/01/1990 09/30/1994	395.00	34,231	
0177	ETHYL PETROLEUM ADDITIVES, INC.	3498	ACFX087301	T	1974	10/01/1990 09/30/1994	395.00	34,404	
0177	ETHYL PETROLEUM ADDITIVES, INC.	3498	ACFX089022	T	1968	02/01/1990 01/31/1995	395.00	21,867	
0177	ETHYL PETROLEUM ADDITIVES, INC.	3498	ACFX08923	T	1968	02/01/1990 01/31/1995	395.00	21,995	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX088025	T	1968	02/01/1990 01/31/1995	395.00	22,019	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX08926	T	1968	02/01/1990 01/31/1995	395.00	22,183	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX08932	T	1968	02/01/1990 01/31/1995	395.00	22,801	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4013	ACFX084552	T	1973	07/01/1991 06/30/1996	430.00	26,555	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4013	ACFX084553	T	1973	07/01/1991 06/30/1996	430.00	27,299	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4013	ACFX084928	T	1973	07/01/1991 06/30/1996	430.00	29,673	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4013	ACFX084929	T	1973	07/01/1991 06/30/1996	430.00	29,505	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4449	ACFX08375	T	1975	07/01/1991 06/30/1996	430.00	34,144	
0177	ETHYL PETROLEUM ADDITIVES, INC.	4449	ACFX062037	H	1966	07/01/1991 06/30/1996	360.00	5,907	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX062168	H	1966	07/01/1991 06/30/1996	360.00	5,157	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX074041	H	1962	07/01/1991 06/30/1996	360.00	180	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX074120	H	1970	07/01/1991 06/30/1996	360.00	8,609	
0177	ETHYL PETROLEUM ADDITIVES, INC.	5178	ACFX060702	H	1964	04/01/1993 03/31/1996	330.00	6,794	
0177	ETHYL PETROLEUM ADDITIVES, INC.	5351	ACFX013922	T	1965	03/01/1990 02/28/1995	300.00	13,225	
	ETHYL PETROLEUM ADDITIVES, INC.		ACFX013924	T	1965	03/01/1990 02/28/1995	300.00	13,365	
0177	ETHYL PETROLEUM ADDITIVES, INC.	5379	ACFX06436	H	1967	05/01/1993 04/30/1996	335.00	6,459	
0177	ETHYL PETROLEUM ADDITIVES, INC.	5613	ACFX03535	H	1967	05/01/1993 04/30/1996	335.00	5,348	
0177	ETHYL PETROLEUM ADDITIVES, INC.	7975	ACFX013550	T	1967	10/01/1991 09/30/1996	280.00	17,672	
0177	ETHYL PETROLEUM ADDITIVES, INC.	7975	ACFX013543	T	1967	05/01/1992 04/30/1995	235.00	13,666	

ANNEX B

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR BUILT	LEASE YEAR EFFECTIVE DATE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0177	ETHYL PETROLEUM ADDITIVES, INC.	7975	ACFX014601	T	1961	05/31/1992	34/30/1995	235.00	8,364
0177	ETHYL PETROLEUM ADDITIVES, INC.	3461	ACFX082375	T	1967	03/01/1990	02/28/1995	395.00	17,008
0177	ETHYL PETROLEUM ADDITIVES, INC.	8469	ACFX082000	T	1964	04/01/1989	03/31/1994	385.00	12,334
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX082354	T	1967	04/01/1989	03/31/1994	385.00	15,716	
0177	ETHYL PETROLEUM ADDITIVES, INC.	8717	ACFX082594	T	1968	10/01/1993	09/30/1996	400.00	19,104
0177	ETHYL PETROLEUM ADDITIVES, INC.	8758	ACFX012988	T	1950	12/01/1990	11/30/1995	280.00	11,566
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX081026	T	1963	12/31/1990	11/30/1995	280.00	11,932	
0177	ETHYL PETROLEUM ADDITIVES, INC.	9294	ACFX084176	T	1972	02/01/1991	01/31/1996	430.00	25,940
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX084178	T	1972	02/01/1991	01/31/1996	430.00	25,484	
0177	ETHYL PETROLEUM ADDITIVES, INC.	9564	ACFX024304	T	1966	09/01/1991	08/31/1996	200.00	12,361
0177	ETHYL PETROLEUM ADDITIVES, INC.	9785	ACFX086872	T	1973	12/01/1993	11/30/1994	395.00	25,269
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX086874	T	1973	12/01/1989	11/30/1994	419.00	27,764	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX086875	T	1973	12/01/1993	11/30/1994	395.00	28,269	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX086880	T	1973	12/01/1989	11/30/1994	395.00	26,821	
0177	ETHYL PETROLEUM ADDITIVES, INC.	9915	ACFX087166	T	1974	08/01/1992	07/31/1995	435.00	26,884
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087167	T	1974	08/01/1992	07/31/1995	435.00	26,869	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087158	T	1974	08/01/1992	07/31/1995	435.00	23,869	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX097159	T	1974	08/01/1992	07/31/1995	435.00	23,869	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087171	T	1974	08/01/1992	07/31/1995	445.00	28,249	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087172	T	1974	08/01/1992	07/31/1995	445.00	28,092	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087173	T	1974	08/01/1992	07/31/1995	445.00	28,243	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087174	T	1974	08/01/1992	07/31/1995	445.00	28,243	
0177	ETHYL PETROLEUM ADDITIVES, INC.	ACFX087175	T	1974	08/01/1992	07/31/1995	445.00	29,506	
							19,598.00	1,066,387	52
0274	WESTWAY TRADING CORPORATION	4063	ACFX077653	T	1975	12/01/1990	05/31/1996	295.00	25,506
0274	WESTWAY TRADING CORPORATION		ACFX077884	T	1976	12/01/1990	05/31/1996	295.00	25,903
0274	WESTWAY TRADING CORPORATION		ACFX077896	T	1977	12/01/1990	05/31/1996	295.00	22,354
0274	WESTWAY TRADING CORPORATION		ACFX078034	T	1976	12/01/1990	05/31/1996	295.00	26,186
0274	WESTWAY TRADING CORPORATION		ACFX083115	T	1969	12/01/1990	05/31/1996	295.00	16,752
0274	WESTWAY TRADING CORPORATION		ACFX083499	T	1970	12/01/1990	05/31/1996	295.00	17,882
0274	WESTWAY TRADING CORPORATION		ACFX083500	T	1970	12/01/1990	05/31/1996	295.00	17,920
0274	WESTWAY TRADING CORPORATION		ACFX083625	T	1971	12/01/1990	05/31/1996	295.00	17,842
0274	WESTWAY TRADING CORPORATION		ACFX083636	T	1971	12/01/1990	05/31/1996	295.00	18,051
0274	WESTWAY TRADING CORPORATION		ACFX083537	T	1971	12/01/1990	05/31/1996	295.00	18,051
0274	WESTWAY TRADING CORPORATION		ACFX083653	T	1971	12/01/1990	05/31/1996	295.00	18,957
0274	WESTWAY TRADING CORPORATION		ACFX083773	T	1971	12/01/1990	05/31/1996	295.00	19,766
0274	WESTWAY TRADING CORPORATION		ACFX086569	T	1973	12/01/1990	05/31/1996	295.00	20,569
0274	WESTWAY TRADING CORPORATION		ACFX087087	T	1974	12/01/1990	05/31/1996	295.00	20,304
0274	WESTWAY TRADING CORPORATION		ACFX087089	T	1974	12/01/1990	05/31/1996	295.00	20,305
0274	WESTWAY TRADING CORPORATION		ACFX087115	T	1973	12/01/1990	05/31/1996	295.00	21,455
0274	WESTWAY TRADING CORPORATION		ACFX081525	T	1974	12/01/1990	05/31/1996	295.00	26,138
0274	WESTWAY TRADING CORPORATION	4122	ACFX093203	T	1970	06/01/1991	05/31/1995	305.00	15,346
0274	WESTWAY TRADING CORPORATION		ACFX083361	T	1970	06/01/1991	05/31/1995	305.00	17,634
0274	WESTWAY TRADING CORPORATION		ACFX083569	T	1971	06/01/1991	05/31/1995	305.00	18,271
0274	WESTWAY TRADING CORPORATION		ACFX066119	T	1973	06/01/1991	05/31/1995	305.00	20,837
0274	WESTWAY TRADING CORPORATION	5592	ACFX012143	T	1963	08/01/1991	07/31/1995	305.00	10,373
0274	WESTWAY TRADING CORPORATION		ACFX012144	T	1963	08/01/1991	07/31/1995	305.00	9,476

LESSOR CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	CAR CAR	TYPE OF YEAR BUILT	LEASE EFFECTIVE DATE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0274	WESTWAY TRADING CORPORATION	5592	ACFX081272	T	1964	08/01/1991	07/31/1995	305.00	11,153	
	WESTWAY TRADING CORPORATION		ACFX081636	T	1965	08/01/1991	07/31/1995	305.00	-	12,946
	WESTWAY TRADING CORPORATION		ACFX082973	T	1969	08/01/1991	07/31/1995	305.00	16,213	
	WESTWAY TRADING CORPORATION		ACFX082975	T	1969	08/01/1991	07/31/1995	305.00	16,730	
	WESTWAY TRADING CORPORATION		ACFX083271	T	1970	08/01/1991	07/31/1995	305.00	16,313	
	WESTWAY TRADING CORPORATION		ACFX083312	T	1970	08/01/1991	07/31/1995	305.00	16,487	
	WESTWAY TRADING CORPORATION		ACFX084190	T	1972	08/01/1991	07/31/1995	305.00	19,428	
	WESTWAY TRADING CORPORATION		ACFX084870	T	1973	08/01/1991	07/31/1995	305.00	21,394	
	WESTWAY TRADING CORPORATION		ACFX086627	T	1973	08/01/1991	07/31/1995	305.00	21,627	
	WESTWAY TRADING CORPORATION		ACFX086633	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086638	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086641	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086645	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086646	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086648	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086649	T	1973	08/01/1991	07/31/1995	305.00	20,837	
	WESTWAY TRADING CORPORATION		ACFX086650	T	1973	08/01/1991	07/31/1995	305.00	21,320	
	WESTWAY TRADING CORPORATION		ACFX086650	T	1973	08/01/1991	07/31/1995	305.00	20,910	
	WESTWAY TRADING CORPORATION		ACFX086661	T	1973	08/01/1991	07/31/1995	305.00	21,329	
	WESTWAY TRADING CORPORATION		ACFX086664	T	1973	08/01/1991	07/31/1995	305.00	20,970	
	WESTWAY TRADING CORPORATION		ACFX086668	T	1973	08/01/1991	07/31/1995	305.00	20,970	
	WESTWAY TRADING CORPORATION		ACFX086681	T	1974	08/01/1991	07/31/1995	305.00	18,466	
	WESTWAY TRADING CORPORATION		ACFX087267	T	1974	08/01/1991	07/31/1995	305.00	26,838	
	WESTWAY TRADING CORPORATION							13,860.00	895,126	46
0274	WESTWAY TRADING CORPORATION	2774								
0464	PROCTER & GAMBLE MFG COMPANY	96750201	ACFX087765	T	1974	10/01/1989	09/30/1994	300.00	32,883	
	PROCTER & GAMBLE MFG COMPANY		ACFX087767	T	1974	10/01/1989	09/30/1994	300.00	32,857	
	PROCTER & GAMBLE MFG COMPANY		ACFX087768	T	1974	10/01/1989	09/30/1994	300.00	32,052	
0464	PROCTER & GAMBLE MFG COMPANY	96750205	ACFX058810	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058811	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058813	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058814	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058815	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058816	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058817	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058818	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058819	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058820	H	1978	12/01/1990	11/30/1995	425.00	23,045	
	PROCTER & GAMBLE MFG COMPANY		ACFX058821	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058822	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058823	H	1978	12/01/1990	11/30/1995	425.00	22,804	
	PROCTER & GAMBLE MFG COMPANY		ACFX058824	H	1978	12/01/1990	11/30/1995	425.00	25,369	
0464	PROCTER & GAMBLE MFG COMPANY	96750207	ACFX058827	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058831	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058832	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058834	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058835	H	1979	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058836	H	1979	10/01/1990	09/30/1995	435.00	24,678	

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	CAR BUILT	TYPE OF YEAR EFFECTIVE	LEASE EXPIRATION	LEASE DATE	RENTAL	AAR VALUE	TOTAL CARS
									CAR BUILT	
0464	PROCTER & GAMBLE MFG COMPANY	96750207	ACFX058687	H	1979	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058688	H	1979	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058689	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058690	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058691	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058692	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058693	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058694	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058695	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058696	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058697	H	1978	10/01/1990	09/30/1995	435.00	24,678	
	PROCTER & GAMBLE MFG COMPANY		ACFX058698	H	1978	10/01/1990	09/30/1995	435.00	24,678	
0464	PROCTER & GAMBLE MFG COMPANY	96750215	ACFX051214	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051215	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051206	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051207	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051208	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051209	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051210	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051211	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051212	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051213	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051215	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051216	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051218	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051219	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051220	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051221	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051222	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051223	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051224	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051226	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051227	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051228	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX051229	H	1986	04/01/1991	03/31/1996	850.00	50,270	
	PROCTER & GAMBLE MFG COMPANY		ACFX045591	H	1992	02/01/1992	01/31/1997	850.00	67,767	
	PROCTER & GAMBLE MFG COMPANY		ACFX045592	H	1992	02/01/1992	01/31/1997	850.00	67,767	
	PROCTER & GAMBLE MFG COMPANY		ACFX084958	T	1973	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX084959	T	1973	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX084961	T	1973	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX084962	T	1973	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX084963	T	1974	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX086944	T	1974	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX086946	T	1974	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX086950	T	1974	12/01/1991	11/30/1994	415.00	24,330	
	PROCTER & GAMBLE MFG COMPANY		ACFX089620	T	1970	12/01/1991	11/30/1994	415.00	19,997	
	PROCTER & GAMBLE MFG COMPANY		ACFX089621	T	1970	12/01/1991	11/30/1994	415.00	21,425	
	PROCTER & GAMBLE MFG COMPANY		ACFX089626	T	1970	12/01/1991	11/30/1994	415.00	20,005	
	PROCTER & GAMBLE MFG COMPANY		ACFX089637	T	1970	12/01/1991	11/30/1994	415.00	22,264	
	PROCTER & GAMBLE MFG COMPANY		ACFX089651	T	1970	12/01/1991	11/30/1994	415.00	23,895	

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF YEAR EFFECTIVE	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0464	PROCTER & GAMBLE MFG COMPANY	95750500	ACFX058237	H	1977 10/01/1990 09/30/1995	425.00	21,273	
0464	PROCTER & GAMBLE MFG COMPANY	96750502	ACFX047010	H	1977 10/01/1990 09/30/1995	425.00	21,364	
0464	PROCTER & GAMBLE MFG COMPANY	96750504	ACFX047017	H	1977 06/01/1992 05/31/1995	350.00	6,027	
0464	PROCTER & GAMBLE MFG COMPANY	96750506	ACFX047046	H	1977 06/01/1992 05/31/1995	350.00	6,074	
0464	PROCTER & GAMBLE MFG COMPANY	96750508	ACFX047054	H	1977 06/01/1992 05/31/1995	350.00	7,958	
0464	PROCTER & GAMBLE MFG COMPANY	96750510	ACFX047068	H	1977 06/01/1992 05/31/1995	350.00	7,010	
0464	PROCTER & GAMBLE MFG COMPANY	96750503	ACFX047257	H	1968 10/01/1993 09/30/1996	350.00	5,151	
0464	PROCTER & GAMBLE MFG COMPANY	96750505	ACFX047272	H	1968 10/01/1993 09/30/1996	350.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750507	ACFX047325	H	1969 03/01/1993 02/28/1998	355.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750509	ACFX047344	H	1969 03/01/1993 02/28/1998	355.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750511	ACFX047345	H	1969 03/01/1993 02/28/1998	385.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750513	ACFX047351	H	1969 03/01/1993 02/28/1998	385.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750515	ACFX047355	H	1969 03/01/1993 02/28/1998	385.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750517	ACFX047357	H	1969 03/01/1993 02/28/1998	385.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750519	ACFX047352	H	1969 03/01/1993 02/28/1998	385.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750521	ACFX047385	H	1968 03/01/1992 02/28/1995	385.00	5,721	
0464	PROCTER & GAMBLE MFG COMPANY	96750523	ACFX047385	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750525	ACFX047288	H	1968 03/01/1992 02/28/1995	385.00	7,862	
0464	PROCTER & GAMBLE MFG COMPANY	96750527	ACFX047295	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750529	ACFX047295	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750531	ACFX047297	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750533	ACFX047300	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750535	ACFX047308	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750537	ACFX047308	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750539	ACFX047308	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750541	ACFX047420	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750543	ACFX047421	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750545	ACFX047424	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750547	ACFX047426	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750549	ACFX047427	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750551	ACFX047428	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750553	ACFX047430	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750555	ACFX047430	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750557	ACFX047432	H	1968 03/01/1992 02/28/1995	385.00	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750559	ACFX047477	H	1970 09/01/1993 08/31/1996	350.00	8,280	
0464	PROCTER & GAMBLE MFG COMPANY	96750561	ACFX047478	H	1970 09/01/1993 08/31/1996	350.00	8,280	
0464	PROCTER & GAMBLE MFG COMPANY	96750563	ACFX047479	H	1970 09/01/1993 08/31/1996	350.00	8,280	
0464	PROCTER & GAMBLE MFG COMPANY	96750565	ACFX047751	H	1970 09/01/1993 08/31/1996	350.00	8,280	
0464	PROCTER & GAMBLE MFG COMPANY	96750567	ACFX047753	H	1970 09/01/1993 08/31/1996	350.00	8,280	
0464	PROCTER & GAMBLE MFG COMPANY	96750569	ACFX047756	H	1971 10/01/1991 09/30/1994	335.00	13,284	
0464	PROCTER & GAMBLE MFG COMPANY	96750571	ACFX047777	H	1971 10/01/1991 09/30/1994	335.00	13,524	
0464	PROCTER & GAMBLE MFG COMPANY	96750573	ACFX047780	H	1971 10/01/1991 09/30/1994	335.00	13,839	
0464	PROCTER & GAMBLE MFG COMPANY	96750575	ACFX054290	H	1971 10/01/1991 09/30/1994	335.00	12,939	
0464	PROCTER & GAMBLE MFG COMPANY	96750577	ACFX054293	H	1971 10/01/1991 09/30/1994	335.00	13,503	
0464	PROCTER & GAMBLE MFG COMPANY	96750579	ACFX054297	H	1971 10/01/1991 09/30/1994	335.00	11,554	
0464	PROCTER & GAMBLE MFG COMPANY	96750581	ACFX054298	H	1971 10/01/1991 09/30/1994	335.00	13,536	
0464	PROCTER & GAMBLE MFG COMPANY	96750583	ACFX054308	H	1971 10/01/1991 09/30/1994	335.00	13,702	
0464	PROCTER & GAMBLE MFG COMPANY	96750585	ACFX054313	H	1971 10/01/1991 09/30/1994	335.00	13,433	

LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR BUILT	LEASE YEAR EFFECTIVE DATE.	LEASE EXPIRATION DATE	RENTAL	AAR VALUE	TOTAL CARS
0464	PROCTER & GAMBLE MFG COMPANY	96750507	ACFX064354	H	1972	10/01/1991 09/30/1994	335.00	13,616	
	PROCTER & GAMBLE MFG COMPANY		ACFX064355	H	1972	10/01/1991 09/30/1994	335.00	13,557	
0464	PROCTER & GAMBLE MFG COMPANY	96750515	ACFX064356	H	1972	10/01/1991 09/30/1994	335.00	13,641	
	PROCTER & GAMBLE MFG COMPANY		ACFX089625	T	1970	12/01/1993 11/30/1996	420.00	18,021	
0464	PROCTER & GAMBLE MFG COMPANY	96750521	ACFX089393	T	1970	09/01/1991 08/31/1993	435.00	18,436	
	PROCTER & GAMBLE MFG COMPANY		ACFX047316	H	1969	03/01/1990 02/28/1995	370.00	5,810	
0464	PROCTER & GAMBLE MFG COMPANY	96750539	ACFX047317	H	1969	03/01/1990 02/28/1995	370.00	5,810	
	PROCTER & GAMBLE MFG COMPANY		ACFX047318	H	1969	03/01/1990 02/28/1995	370.00	5,810	
PROCTER & GAMBLE MFG COMPANY		ACFX047319	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047320	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047321	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047322	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047323	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047324	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047326	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047327	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047328	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047329	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047330	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047333	H	1968	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047325	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047335	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047339	H	1969	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047340	H	1968	03/01/1990 02/28/1995	370.00	5,810		
PROCTER & GAMBLE MFG COMPANY		ACFX047342	H	1973	12/01/1990 11/30/1995	400.00	28,258		
PROCTER & GAMBLE MFG COMPANY		ACFX04593	T	1973	12/01/1990 11/30/1995	400.00	30,012		
PROCTER & GAMBLE MFG COMPANY		ACFX084594	T	1973	12/01/1990 11/30/1995	400.00	29,105		
PROCTER & GAMBLE MFG COMPANY		ACFX084595	T	1973	12/01/1990 11/30/1995	400.00	28,862		
PROCTER & GAMBLE MFG COMPANY		ACFX084596	T	1973	12/01/1990 11/30/1995	400.00	28,258		
PROCTER & GAMBLE MFG COMPANY		ACFX084597	T	1973	12/01/1990 11/30/1995	400.00	28,258		
0464	PROCTER & GAMBLE MFG COMPANY	96750542	ACFX045472	H	1992	03/01/1992 02/28/1997	899.00	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045474	H	1992	03/01/1992 02/28/1997	899.00	73,354	
PROCTER & GAMBLE MFG COMPANY		ACFX045475	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045476	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045477	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045478	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045479	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045480	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045481	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045482	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045483	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045484	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045485	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045486	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045487	H	1992	03/01/1992 02/28/1997	899.00	73,354		
PROCTER & GAMBLE MFG COMPANY		ACFX045488	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045489	H	1992	03/01/1992 02/28/1997	899.00	73,593		
PROCTER & GAMBLE MFG COMPANY		ACFX045490	H	1992	03/01/1992 02/28/1997	899.00	73,593		

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LESSEE CODE	LESSEE	CONTRACT/ RIDER	CAR IDENT	TYPE OF CAR	YEAR BUILT	EFFECTIVE DATE	LEASE EXPIRATION	LEASE DATE	RENTAL	AAR VALUE	TOTAL CARS
0464	PROCTER & GAMBLE MFG COMPANY	96750542	ACFX045491	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045492	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045493	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045494	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045495	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045496	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045497	H	1992	03/01/1992	02/28/1997	899.00	73,593	73,593	
	PROCTER & GAMBLE MFG COMPANY		ACFX045498	H	1992	03/01/1992	02/28/1995	385.00	5,751	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750543	ACFX04737	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04723	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04724	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04729	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04730	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04731	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04730	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04731	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04732	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04733	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04734	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04735	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04736	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04737	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04738	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04739	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04740	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04741	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04742	H	1968	03/01/1992	02/28/1995	385.00	5,777	5,777	
	PROCTER & GAMBLE MFG COMPANY		ACFX04743	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
	PROCTER & GAMBLE MFG COMPANY		ACFX04742	H	1968	03/01/1992	02/28/1995	385.00	5,751	5,751	
0464	PROCTER & GAMBLE MFG COMPANY	96750502	ACFX08384	T	1970	1/01/1993	02/31/1996	420.00	21,023	21,023	
	PROCTER & GAMBLE MFG COMPANY		ACFX08385	T	1970	1/01/1993	02/31/1996	420.00	20,491	20,491	
	PROCTER & GAMBLE MFG COMPANY		ACFX08389	T	1970	1/01/1993	02/31/1996	420.00	20,491	20,491	
	PROCTER & GAMBLE MFG COMPANY		ACFX08395	T	1970	1/01/1993	02/31/1996	420.00	20,491	20,491	
	PROCTER & GAMBLE MFG COMPANY		ACFX083397	T	1970	1/01/1993	10/31/1996	420.00	20,491	20,491	
	PROCTER & GAMBLE MFG COMPANY		ACFX083404	T	1970	1/01/1993	10/31/1996	420.00	21,397	21,397	
	PROCTER & GAMBLE MFG COMPANY		ACFX083405	T	1970	1/01/1993	10/31/1996	420.00	21,438	21,438	
	PROCTER & GAMBLE MFG COMPANY		ACFX081718	T	1965	05/01/1989	04/30/1994	275.00	10,092	10,092	
	PROCTER & GAMBLE MFG COMPANY		ACFX08282	T	1970	05/01/1989	04/30/1994	275.00	15,996	15,996	
	PROCTER & GAMBLE MFG COMPANY		ACFX083571	T	1971	05/01/1989	04/30/1994	275.00	18,078	18,078	
								103,005.00	5,357,286	203	
								242,763.00	11,792,170	556	

ESSEE CODE	LESSEE	CONTRACT/ RIDER IDENT	TYPE OF CAR	LEASE YEAR	EFFECTIVE EXPIRATION DATE	LEASE CAR BUILT DATE	LEASE CAR RENTAL DATE	TOTAL CAR COST	TOTAL CARS
0443	ELF ATOCHEM NORTH AMERICA, INC.	50630005	ACFX094842	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094843	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094844	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094845	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094846	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094847	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094848	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094849	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094850	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094851	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094852	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094853	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094854	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094855	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094856	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094857	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094858	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094859	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094860	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094861	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094862	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094863	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094864	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094865	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094866	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094867	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094868	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094869	T	1993 04/01/1993	03/31/1998	703.00	64,904	
	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094870	T	1993 04/01/1993	03/31/1998	703.00	64,904	
0443	ELF ATOCHEM NORTH AMERICA, INC.		ACFX094871	T	1993 04/01/1993	03/31/1998	703.00	64,904	
						21,090.00	1,947,120	30	
1009	MARSULEX INC.	5896	ACFX094971	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094972	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094973	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094974	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094975	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094976	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094977	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094978	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094979	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094980	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094981	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094982	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094983	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094984	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094985	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094986	T	1993 01/01/1994	12/31/2003	550.00	46,775	
	MARSULEX INC.		ACFX094987	T	1993 01/01/1994	12/31/2003	550.00	46,775	

LESSEE CODE	CONTRACT/ RIDER	TYPE	LEASE OF YEAR	EFFECTIVE DATE	LEASE EXPIRATION DATE	CAR BUILT	CAR RENTAL DATE	CAR COST	TOTAL CARS
1009 MARSUEX INC.	MARSUEX INC.	5896	ACFX094988	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094989	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094990	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094991	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094992	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094993	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094994	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094995	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094996	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094997	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094998	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX094999	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095000	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095001	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095002	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095003	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095004	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095005	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095006	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095007	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095008	T 1993 01/01/1994	12/31/2003	550.00	46,775		
	MARSUEX INC.		ACFX095009	T 1993 01/01/1994	12/31/2003	21,450.00	1,824,224	39	
1351 LYONDELL POLYMERS CORPORATION	LYONDELL POLYMERS CORPORATION	53470026	ACFX068937	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068938	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068939	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068940	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068941	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068942	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068943	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068944	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068945	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068946	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068947	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068948	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068949	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068950	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068951	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068952	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068953	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068954	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068955	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068956	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068957	H 1993 11/01/1993	10/31/1998	555.00	51,545		
	LYONDELL POLYMERS CORPORATION		ACFX068958	H 1993 11/01/1993	10/31/1998	555.00	51,546		
	LYONDELL POLYMERS CORPORATION		ACFX068959	H 1993 11/01/1993	10/31/1998	555.00	51,546		
	LYONDELL POLYMERS CORPORATION		ACFX068961	H 1993 11/01/1993	10/31/1998	555.00	51,546		

LESSOR CODE	LESSEE	CONTRACT NUMBER	CAR IDENT.	TYPE OF CAR	YEAR BUILT	EFFECTIVE DATE	LEASE EXPIRATION	CAR RENTAL	CAR COST	TOTAL CARS
1351	LYONDELL POLYMERS CORPORATION	53470025	ACFX068962	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068963	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068964	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068965	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068966	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068967	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068968	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068969	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068970	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068971	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068972	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068973	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068974	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068975	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068976	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068977	H	1993	11/01/1993	10/31/1998	555.00	51,546	
	LYONDELL POLYMERS CORPORATION		ACFX068978	H	1993	11/01/1993	10/31/1998	555.00	51,546	
1351							23,310.00	2,164,912	42	
							65,850.00	5,936,256	111	